

**ATCO**

GROUP

RECEIVED

Corporate Office

2007 FEB 20 11:57

OFFICE OF THE CLERK  
CORPORATE AFFAIRS

Telephone: (403) 292-7547  
Telefax: (403) 292-7623  
e-mail: Jodene.dutnall@atco.com

February 09, 2007



07021148

Securities and Exchange Commission  
Judiciary Plaza  
450-5<sup>th</sup> Street, NW  
Washington, DC 20549

SUPPL

**ATCO Ltd.**  
**File No.: 82-34745**  
**Exemption Pursuant to Rule 12g3-2(b)**

Dear Sir or Madam:

Pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934, as amended, enclosed is a copy of the following:

- ◆ Corporation's Form 1, filed February 09, 2007 for symbol ACO.NV.X
- ◆ Corporation's Form 1, filed February 09, 2007 for symbol ACO.Y
- ◆ Corporation's Form 1, filed February 09, 2007 for symbol ACO.PR.A

As required pursuant to Rule 12g3-2(b), the exemption number appears in the upper right-hand corner of each unbound page and of the first page of each bound document.

Please indicate your receipt of the enclosed by stamping the enclosed copy of this letter and returning it to the sender in the enclosed self-addressed, stamped envelope.

Regards,

Jodene Dutnall  
Corporate Secretarial Dept.

Encl.

PROCESSED

FEB 21 2007

THOMSON  
FINANCIAL

ATCO LTD. &amp; CANADIAN UTILITIES LIMITED

1400, 909 - 11th Avenue S.W., Calgary, Alberta T2R 1N6 Tel (403) 292-7500 Fax (403) 292-7623

FILE NO. 82-34745

## Form 1 Submission - Change in Issued and Outstanding Securities

Issuer : Atco Ltd.  
 Symbol : ACO.Y  
 Reporting Period: 01/01/2007 - 01/31/2007

**Summary**

Issued & Outstanding Opening Balance : 6,940,018 As at : 01/01/2007

**Effect on Issued & Outstanding Securities**

Other Issuances and Cancellations 0

Issued & Outstanding Closing Balance : 6,940,018

**Other Issuances and Cancellations**

Effective Date	Transaction Type	Number of Securities
Totals		0

**Filed on behalf of the Issuer by:**

Name: Frances van der Basch  
 Phone: 4032927564  
 Email: frances.vanderbasch@atco.com  
 Submission Date: 02/09/2007  
 Last Updated: 02/08/2007

## Form 1 Submission - Change in Issued and Outstanding Securities

FILE NO. 82-34745

Issuer : Atco Ltd.  
 Symbol : ACO.X  
 Reporting Period: 01/01/2007 - 01/31/2007

**Summary**

Issued & Outstanding Opening Balance : 51,512,046 As at : 01/01/2007

**Effect on Issued & Outstanding Securities**

Employee Stock Option Plan 2,200  
 Other Issuances and Cancellations 0

Issued & Outstanding Closing Balance : 51,514,246

**Employee Stock Option Plan**

Stock Options Outstanding Opening Balance: 1,292,400 As at : 01/01/2007

Effective Date	SAR	Options Granted	Options Exercised	Options Cancelled	SAR Reduction in Reserve
01/02/2007	N	69,500			
01/31/2007	N		2,200		
Totals		69,500	2,200	0	0

Stock Options Outstanding Closing Balance: 1,359,700 As at : 01/31/2007

**Other Issuances and Cancellations**

Effective Date	Transaction Type	Number of Securities
Totals		0

**Filed on behalf of the Issuer by:**

Name: Frances van der Basch  
 Phone: 4032927564  
 Email: frances.vanderbasch@atco.com  
 Submission Date: 02/09/2007  
 Last Updated: 02/08/2007

FILE NO. 82-34745

## Form 1 Submission - Change in Issued and Outstanding Securities

Issuer : Atco Ltd.  
 Symbol : ACO.PR.A  
 Reporting Period: 01/01/2007 - 01/31/2007

**Summary**

Issued & Outstanding Opening Balance : 6,000,000 As at : 01/01/2007

**Effect on Issued & Outstanding Securities**

Other Issuances and Cancellations 0

Issued & Outstanding Closing Balance : 6,000,000

**Other Issuances and Cancellations**

Effective Date	Transaction Type	Number of Securities
Totals		0

**Filed on behalf of the Issuer by:**

Name: Frances van der Basch  
 Phone: 4032927564  
 Email: frances.vanderbasch@atco.com  
 Submission Date: 02/09/2007  
 Last Updated: 02/08/2007

*END*